## FORM D

1407096

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

# FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

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OMB Number: 3235-0076

Expires: April 30, 2008

Estimated average burden hours per response ..... 16.00

SEC USE ONLY						
Prefix	Serial					
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	• •				
Name of Offering ( check if this is an	amendment and name	has changed, and indic	ate change.)		
AEI 2007 Venture Access Fund I, LLG	C / Offering of Investo	r Member Interests			
Filing Under (Check box(es) that apply)	□ Rule 504	☐ Rule 505	⊠ Rule 506	☐ Section 4(6)	ULOE
Type of Filing:   New Filing	☐ Amendment				
		BASIC IDENTIFICA	TION DATA		
1. Enter the information requested about					]
Name of Issuer (☐ check if this i	s an amendment and na	ame has changed, and ir	idicate change.)		' (44)   \$7)   1221 44(    1810 191)  #1616 1818    1914
AEI 2007 Venture Access Fund I, LI	.C				)
Address of Executive Offices		(Number and Street, Ci	ty, State, Zip Code)	Telephone Number (li	07072423
311 South Wacker Drive, Suite 1650	, Chicago, IL 60606			312-377-5300	
Address of Principal Business Operati	ons	(Number and Street, Ci	ty, State, Zip Code)	Telephone Number (Incl	luding Area Code)
(if different from Executive Offices)	Same			Same	<u> </u>
Investment in securities of privately	held technology com	pany.			
Type of Business Organization					
□ corporation	☐ limited partne	rship, already formed	Other (please	• • • •	7000-
☐ business trust	☐ limited partne	rship, to be formed	Lit	nited liability company	PHOCESSED
Actual or Estimated Date of Incorporation	on or Organization:			□ Estimated	JUL 20 2007 Thomson Financial
Jurisdiction of Incorporation or Organiz		U.S. Postal Service abb nada; FN for other forei		DE "	FINANCIAL
GENERAL INSTRUCTIONS		•			

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S.Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

**ATTENTION** 

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

#### A. BASIC IDENTIFICATION DATA

#### 2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer:
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

		☐ Beneficial Owner	☐ Executive Officer	☐ Director	Managing Member
Full Name (Last name first, if i	ndividual)		•		
AEI VAFI, Inc.	01-1	City State 7in Code	<u></u>		
Business or Residence Address	(Number and Stre	et, City, State, Zip Code)			
311 South Wacker Drive, Sui	te 1650, Chicago,	IL 60606			
Check Box(es) that Apply:	☐ Promoter	■ Beneficial Owner	☐ Executive Officer	☐ Director	☐ Managing Member
Full Name (Last name first, if i	ndividual)				
Couyoumjian Revocable Livi				·····-	
Business or Residence Address	(Number and Stre	eet, City, State, Zip Code)			
2368 Lassen Way, Tustin, CA	92782				
Check Box(es) that Apply:	☐ Promoter	⊠ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or  Managing Partner
Full Name (Last name first, if i	ndividual)				V .
Cohen, Revcable Trust dtd 4/ Business or Residence Address		eet, City, State, Zip Code)			
1222 20th Street, Hermosa B	rach CA 90754				
Check Box(es) that Apply:	☐ Promoter	☑ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if i	ndividual)				
Arjun Holdings, LP					
Business or Residence Address	(Number and Str	et, City, State, Zip Code)			
1005 Avenida Presidio, San C	Clemente, CA 926	72			
Check Box(es) that Apply:	☐ Promoter	⊠ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or  Managing Partner
Full Name (Last name first, if i	ndividual)				
Kulkarni, Manoj A. Sunila A		C'r Corr Ti Codo			
Business or Residence Address	(Number and Sin	eet, City, State, Zip Code)			
6 Bryant Court, Ladera Ran	ch, CA 92694				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or  Managing Partner
Full Name (Last name first, if i	ndividual)				
Dusings on David	Alumber 4 Ce	ant City State 7in Code	_ <del></del>		<del></del>
Business or Residence Address	GNUMBET AND SIM	æi, City, Sizie, Zip Code)			
-	<i>(</i> 1.	se blank sheet, or copy and us	se additional copies of this shee	et, as necessary.)	

					•		UT OFFERIN				Yes	No
. Has the	issuer sold,	or does the	issuer inten	d to sell, to	non-accredi	ed investor	s in this offe	ring?		**********		⊠ ⊠
			Answ	er also in Ap	opendix, Co	lumn 2, if f	iling under U	LOE.				
. What is	the minimu	ım investme		-	•	-	-		•••••		· \$	(1)
								Yes	No			
. Does th	oes the offering permit joint ownership of a single unit?									$\boxtimes$		
Enter the information required for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

<sup>(1)</sup> The minimum capital contribution is \$63,600 although the Managing Members may accept contributions in smaller amounts in their sole discretion.

### C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

		Aggregate Tering Price	Amount Airea Sold
	Debt\$		\$
	Equity \$		<b>S</b>
	☐ Common ☐ Preferred		
	Convertible Securities (including Warrants)\$		\$
	Partnership Interests\$		\$
	Other (Specify Investor Member Interests)	0,000	\$ 536,750
	Total \$ <u>8.48</u>	000,0	\$ <u>536,750</u>
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate
		Number Investors	Dollar Amou Of Purchase
	Accredited Investors	9	\$ <u>536,750</u>
	** •'· ** ·		
	Non-accredited Investors	<u>-0-</u>	\$ <u>-0-</u>
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.		\$ -0- \$ N/A
3.	Total (for filings under Rule 504 only)		-
3.	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the	N/A	S N/A
3.	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.	N/A Type of	-
3.	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering	Type of Security	\$ N/A  Dollar Amo
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505	Type of Security N/A	S N/A  Dollar Amo Sold S N/A
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A	Type of Security N/A N/A	Dollar Amo Sold \$ N/A \$ N/A
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A  Rule 504	Type of Security N/A N/A N/A	Dollar Amo Sold \$ N/A \$ N/A
3.	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A	Type of Security N/A N/A	Dollar Amo Sold \$ N/A \$ N/A
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A  Rule 504  Total  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	Type of Security N/A N/A N/A N/A	Dollar Amo Sold \$ N/A \$ N/A \$ N/A
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.	Type of Security N/A N/A N/A N/A	Dollar Amo Sold  \$ N/A \$ N/A \$ N/A \$ N/A
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505	Type of Security N/A N/A N/A N/A  N/A	Dollar Amo Sold  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ N/A
	Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505	Type of Security N/A N/A N/A N/A  N/A  I	Dollar Amo Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ S N/A
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.  Printing and Engraving Costs  Legal Fees  Accounting Fees	Type of Security N/A N/A N/A N/A  I	Dollar Amo Sold  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ 10,000  \$ 15,000
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs  Legal Fees  Accounting Fees  Engineering Fees	Type of Security N/A N/A N/A N/A  I	Dollar Amo Sold  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ 10,000  ■ \$ 15,000  ■ \$ 15,000
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering Rule 505  Regulation A  Rule 504  Total  a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.  Printing and Engraving Costs  Legal Fees  Accounting Fees	Type of Security N/A N/A N/A N/A  I	Dollar Amo Sold  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ N/A  \$ 10,000  \$ 15,000

	C. OFFERING PRICE, NUMBER O	F INVESTORS, EXPENSES AND	USE OF PROCEEDS	
	b. Enter the difference between the aggregate offeri Question 1 and total expenses furnished in response to the "adjusted gross proceeds to the issuer."	Part C - Question 4.a. This diffe	erence is	\$ <u>8,402,667</u>
5.	Indicate below the amount of the adjusted gross proce used for each of the purposes shown. If the amount feestimate and check the box to the left of the estimate. The adjusted gross proceeds to the issuer set forth in resp			
			Payments to Officers, Directors & Affiliates	Payments to Others
	Salaries and Fees		) <u>\$</u>	<b></b>
	Purchase of real estate		s	
	Purchase, rental or leasing and installation of machinery and equi	p <del>me</del> nt	s	<b>-</b> \$
	Construction or lease of plant buildings and facilities		J \$	□ \$
	Acquisition of other businesses (including the value of securities i offering that may be used in exchange for the assets or securities c issuer pursuant to a merger)	of another		
	•		-	□ s
	Repayment of indebtedness		J \$	□ \$
	Working capital		1 \$	□ \$
	Other (specify) Purchase of investment securities			≥ \$ <u>536,750</u>
				□ <b>s</b>
				_ •
	Column Totals		<u> </u>	<b>⊠</b> \$ <u>536,750</u>
	Total Payments Listed (column totals added)		⊠ \$	536,750
	·			
	•			
	D.E.	EDERAL SIGNATURE		
	D. F.	EDERAL SIGNATURE		
ndertal	her has duly caused this notice to be signed by the undersigned duly king by the issuer to furnish to the U.S. Securities and Exchange Coed investor pursuant to paragraph (b)(2) of Rule 502.	authorized person. If this notice is formunission, upon written request of it	iled under Rule 505, the s staff, the information f	following signature constitutes as umished by the issuer to any non :
Issuer	(Print or Type)	Signature	- 11 1	Date
	2007 Venture Access Fund I, LLC		E Hood	July 9, 2007
	of Signer (Print or Type)	Title of Signer (Print or Type)	· Nove	1 , - , ,
	y S. Hood	Associate Secretary of the Manag	ing Member	
	v ·	1		

(2) Calculated based on the maximum aggregate offering amount.

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE	_
No ⊠ (3)	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	1.
		1.

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has ready this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

THE FOREGOING UNDERTAKINGS AND REPRESENTATIONS ARE PROVIDED AND SHALL BE ENFORCEABLE AGAINST THE ISSUER ONLY TO THE EXTENT THAT SUCH UNDERTAKINGS AND REPRESENTATIONS ARE REQUIRED TO BE MADE AFTER APPLICATION OF THE NATIONAL SECURITIES MARKETS IMPROVEMENT ACT OF 1996.

Issuer (Print or Type)	Signature / / / / /	Date
AEI 2007 Venture Access Fund I, LLC	Geffing S- 1000	July 9, 2007
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Jeffrey S. Hood	Associate Secretary of the Managing Member	

(3) Not applicable for Rule 506 offerings.

#### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

1 1	2		3 4						5	
	Intender to non-ac investors (Part B-	ccredited in State	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount p	of investor and ourchased in State rt C-Item 2)	Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1) (4)			
			LLC Membership	Number of Accredited		Number of Non-Accredited				
State	Yes	No	Interests	Investors	Amount	Investors	Amount	Yes	No	
AL					<u></u>					
AK										
ΑZ										
AR										
CA		х	\$8,480,000	8	\$484,000	0	0		х	
со										
СТ										
DE										
DC									·	
FL									i	
GA										
НІ										
ID										
ΙL					·					
IN				*						
ΙA										
KS										
KY										
LA										
МЕ										
MD									·	
МА										
MI										
MN										
MS										
МО										

	2 3 4							5		
1		2	•	İ		4		Disqual	ification	
	Intended to sell		Type of security and aggregate					under Sta	ite ULOE , attach	
	to non-a	accredited	offering price		Туре о	f investor and		explan	ation of	
<b>!</b>		rs in State I-Item 1)	offered in state (Part C-Item 1)		amount pi (Par	urchased in State t C-Item 2)		waiver (Part E-It	granted) em 1) (4)	
			LLC	Number of		Number of				
State	Yes	No	Membership Interests	Accredited Investors	Amount	Non-Accredited Investors	Amount	Yes	No	
МТ										
NE										
NV			<del></del>							
NH					-					
ŊJ										
NM										
NY										
NC		х	\$8,480,000	1	\$52,750	0	0		х	
ND										
ОН										
OK										
OR										
PA							_			
RI										
SC										
SD										
TN										
TX										
UT										
V۲										
VA										
WA										
WV										
WI							00	Som		
WY							エノ	الراز		
PR										
Foreign Investors										